

**Draft decisions on the items of the Ordinary General Meeting of Shareholders  
of the Société Anonyme under the trade name  
"ELLAKTOR SOCIETE ANONYME" and the distinctive title "ELLAKTOR SA"  
(the "Company")  
GENERAL COMMERCIAL REGISTER NO.: 251501000 (SA Reg. No: 874/06/B/86/16)  
of 22 June 2023**

**Item 1: Submission for approval of the Annual (Company and Group) Financial Report for the tax year 2022, which includes the Corporate and Consolidated Annual Financial Statements with the relevant Reports, including the non-financial reports and the corporate governance statement, and Declarations of the Board of Directors and the Auditor. Approval of the profit appropriation for the tax year 2022.**

Required quorum	Required majority
1/5 (20%)	50% + 1 of the votes represented in the General Meeting

The following shall be presented:

The **Annual** (Company and Group) **Financial Report** for the year 01.01.2022 - 31.12.2022, which includes:

A. The Annual Corporate and Consolidated Financial Statements with the:

- Statement of Financial Position
- Income Statement
- Statement of Comprehensive Income
- Statement of Changes in Equity
- Statement of Cash Flows

Together with the accompanying Notes.

B. The Annual Report of the Board of Directors to the Shareholders on the Corporate and Consolidated Financial Statements for the financial year 01.01.2022 to 31.12.2022, the Explanatory Report (Article 4 par. 7 and 8 of Law 3556/2007, the Corporate Governance Statement and the consolidated non-financial information; all the foregoing in accordance with the provisions of Articles 150-154 of Law 4548/2018.

C. The Audit Report of "PriceWaterhouseCoopers" audit firm.

The Annual Financial Report is already available on the Company's website <https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2023/annual-general-assembly-june-2023/>.

It will be suggested that **a)** the annual (Company and Group) financial report for the year 01.01.2022 to 31.12.2022, with the Annual Corporate and Consolidated Financial Statements, the Reports and Declarations be approved, and that **b)** the results be allocated and that no dividend be distributed for the year ended on 31.12.2022, in accordance with the applicable legal and regulatory framework. For b) see below and comments on the item number 7 on the agenda.

Draft resolution on the aforementioned item on the agenda:

*"The Annual General Meeting having voted legally with ..... valid votes which correspond to ..... percent of the share capital with voting rights, adopted with ..... votes, namely ..... percent of the attending shareholders, a) the Annual (Company and Group) Financial Report for the tax year 2022, the Annual Corporate and Consolidated Financial Statements, the Annual Report of the Board of Directors and its other Reports and Declarations, the Audit Report of the auditors and b) the allocation of results and the non distribution of dividends for the tax year 2022, in accordance with the applicable legal and regulatory framework".*

**Item 2: Presentation by the Chairman of the Audit Committee, of the Activity Report for the financial year 2022.**

In compliance with the provisions of Article 44(1) (case f) of Law 4449/2017, the Activity Report of the Audit Committee for the year 2022 shall be submitted to the Ordinary General Meeting, it will be presented by the Chairman of the Audit Committee, with detailed reference to its actions and the matters with which it dealt during the financial year 2022, the most salient of which are as follows:

- Examination and evaluation of the effectiveness and efficiency of the procedures of the Internal Control System.
- Discussion of the external auditor's audit schedule prior to its implementation, assessment of the audit fields and the areas of focus of the audit.
- Information for the Board of Directors on the procedures for the preparation of the financial statements and on other issues related to auditing by a chartered accountant,
- Examination and evaluation of the Company's financial statements,
- Evaluation of the Internal Auditor reports,
- Compliance with the Corporate Governance framework,
- Outsourcing to an external partner for the evaluation of the Internal Audit system and of corporate governance system in order for the Company to fully comply with the requirements of Law. 4706/2020 and with decision No. 1/891/2020 of the Hellenic Capital Market Commission,
- Consideration of Sustainable Development Issues,
- Awareness of the main risks for the Company,
- Conducting an annual self-assessment and an assessment of the sufficiency of its current Rules of Procedures.

The aforementioned Annual Activity Report of the Audit Committee for 2022 was presented to the Shareholders and is available on the Company's website and in particular at the link <https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2023/annual-general-assembly-june-2023/>

**Item 3: Submission of the Joint Report of the Independent Non-Executive Members of the Company's Board of Directors for the year 2022, in accordance with Article 9 (5) of Law 4706/2020.**

In this respect, which is a notification to the General Meeting and not put to the vote, a joint Report of the Independent Non-Executive Members of the Board of Directors of the Company is submitted to the General Meeting of Shareholders for information purposes only, in accordance with the provisions of paragraph 5 of Article 9 of Law 4706/2020.

The full text of the Joint Report of the Independent Non-Executive Members of the Board Directors is posted on the Company's website, specifically at the link <https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2023/annual-general-assembly-june-2023/>.

**Item 4: Approval of the overall management that took place during the tax year 2022, pursuant to Article 108 of Law 4548/2018 and release of the certified auditors from liability for the tax year 2022, in accordance with Article 117 par. 1 case (c) of Law 4548/2018.**

Required quorum	Required majority
1/5 (20%)	50% + 1 of the votes represented in the General Meeting

The Board of Directors recommends to the Ordinary General Meeting to approve, in accordance with Article 108 of Law 4548/2018, the overall management during the financial year 01.01.2022 to 31.12.2022, and release pursuant to Article 117 par. 1 case (c) of Law 4548/2018, the certified auditors from any liability for the financial year 01.01.2022 to 31.12.2022.

Draft decision on the aforementioned item on the agenda:

*"The Ordinary General Meeting, following a lawful vote with ..... valid votes, corresponding to ..... percent of the paid-up share capital with voting rights, approved with ..... votes, namely ..... percent of the attending shareholders, the overall management, in accordance with Article 108 of Law 4548/2018, during the tax year 2022, and the release of the certified auditors from any liability for the tax year 2022, in accordance with Article 117 par. 1 case (c) of Law 4548/2018."*

**Item 5: Submission for discussion and adoption by the General Meeting of the Remuneration Report of Article 112 of Law 4548/2018 for the financial year 2022.**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

The Board of Directors, following the prior agreement of the Nominations and Remuneration Committee on the final draft of the Remuneration Report for the 2022 tax year in accordance with the provisions of Article 11(c), of Law 4706/20, submits the Report to the Regular General Meeting for discussion and voting, in accordance with Article 112 of Law 4548/2018.

This Report provides an overview of the total remuneration received by the Directors in 2022, as more specifically defined in Article 112 of Law 4548/2018.

The full text of the Remuneration Report for 2022 was submitted to the Shareholders and is available on the Company's website for a period of ten years <https://ellaktor.com/en/investor-relations/general-assemblies/general-assemblies-2023/annual-general-assembly-june-2023/>, as required by law.

It is noted, that under par. 3 of Article 112 of Law 4548/2018, the shareholders' vote on the aforementioned Remuneration Report is of an advisory nature, so it can be taken into account by the Board of Directors in the next remuneration report for the tax year 2023.

Draft resolution on the aforementioned item on the agenda:

*"The Ordinary General Meeting, following a lawful vote with ..... valid votes, corresponding to ..... percent of the paid-up share capital with voting rights, provided a positive advisory vote pursuant to Article 112, of Law 4548/2018, with votes....., i.e. a percentage of ..... of the shareholders in attendance, for the Remuneration Report of the Board of Directors for Fiscal Year 2022,*

which covers the total salaries earned by the Board of Directors during the fiscal year 2022, in accordance with the Company's applicable Remuneration Policy".

**Item 6: Election of Audit Firm for the regular audit of the Company's Individual and consolidated financial statements, the granting of the tax certificate of the tax year 2023 and for reviewing the interim financial statements of the same year and the determination of its fee.**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

The Board of Directors, upon the recommendation of the Company's Audit Committee, in accordance with the provisions of Regulation (EU) no. 537/2014 (Article 16), shall recommend to the General Meeting of the Shareholders to elect the audit firm "PriceWaterhouseCoopers" to audit the annual corporate and consolidated financial statements for the tax year 2023, review the interim financial statements of the same financial year, and issue a tax certificate. It further proposes that the individuals nominated by the above audit firm, namely the Certified Public Accountants, ..... son/daughter of ....., ACCA Reg. No. .... and ..... son/daughter of ..... ACCA Reg. No. ...., be appointed.

Finally, it recommends the fee of "PriceWaterhouseCoopers" for the provision of the above services to be determined after a relevant quote by the above company.

It must be noted that all independent Directors agreed to the assignment of the audit of the annual corporate and consolidated financial statements to "PriceWaterhouseCoopers" and the aforementioned persons, in accordance with Article 124, par. 8 of Law 4548/2018.

Draft resolution on the aforementioned item on the agenda:

*"The Ordinary General Meeting, following a lawful vote with ..... valid votes, corresponding to ..... percent of the paid-up share capital with voting rights, approved with ..... votes, namely ..... percent of the attending shareholders, the election of the audit firm "PriceWaterhouseCoopers" to audit the annual corporate and consolidated financial statements of the financial year from 01.01.2023 to 31.12.2023, to review the interim financial statements of the same financial year, and to issue a tax certificate, and to appoint the Certified Auditors Mr.....son of , SOEL Reg. No. .... , and Mr..... son of....., SOEL Reg. No. .... as the ordinary and alternate auditor - accountant respectively, and that the fee of "PriceWaterhouseCoopers" for the provision of the above services be determined after a relevant quote by the above company."*

**Item 7: Clearance of account "Share premium account" with accumulated accounting losses of the Company of €16,756,758.84 from the account "Results carried forward" pursuant to Article 35 para. 3 of Law 4548/2018, as in force.**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

The Board of Directors, upon a relevant proposal of the Financial Directorate, shall submit for discussion and approval by the Ordinary General Meeting, the clearance of account "Share premium account" with the accumulated uncovered accounting losses 31.12.2022 of the Company of €16,756,758.84, from the account "Results carried forward" pursuant to Article 35 (3) of Law

4548/2018, as applicable, as these are illustrated in the published Annual Financial Report 2022 of ELLAKTOR SA.

Draft resolution on the aforementioned item on the agenda:

*"The Annual General Meeting, following a lawful vote with..... valid votes corresponding to ..... percent of the paid-up share capital with voting rights, approved by votes....., i.e. .... percent of the shareholders in attendance, the offsetting of the account "Share premium account" with the Company's accumulated accounting losses totaling €16,756,758.84 against the account "Retained profit or loss" in accordance with Article 35 (3) of Law 4548/2018, as in force."*

**Item 8: Amendment to Articles 21 and 26 of the Company's articles of association**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

The Board of Directors hereby makes recommendations to this General Meeting to approve the amendments to Articles 21, Powers of the General Meeting, and 26, Distribution of Profits, of the Articles of Association, relating to the procedure and the conditions for granting of a remuneration to the Board members and to employees and on the powers of the General Meeting respectively, with the following changes (the additions/amendments in red):

**"ARTICLE 21**

*Powers of the General Meeting*

*21.1 The General Meeting of Shareholders is the supreme body of the Company and may decide in general on any corporate issue, which does not fall under the competence of the Board of Directors, unless the latter decides the referral of a specific issue to the General Meeting.*

*The valid resolutions of the General Meetings shall be binding upon all shareholders, including those absent or opposed.*

*21.2 In particular, the General Meeting is exclusively competent to decide on the following:*

- (a) any amendment to the Company's Articles, including any resolutions for a share capital increase or a share capital reduction, provided that such resolutions do not infringe upon the provisions of these Articles;*
- (b) the election of members of the Board of Directors and designation of any independent members of the BoD;*
- (c) the election of regular auditors and determination of their fees;*
- (d) the authorisation and reformation of the Company's annual and consolidated financial statements and allocation of its annual profits;*
- (e) the approval of overall management pursuant to Article 108 of Law 4548/2018 and the release of auditors,*
- (f) the approval of remuneration or advance payment of fees pursuant to Article 109 of Law 4548/2018,*
- (g) the approval of the remuneration policy pursuant to Article 110 of Law 4548/2018 and the remuneration report of Article 112 of Law 4548/2018,*

*(h) the authorization of distribution of profits to members of the Board of Directors, to management executives and to employees;*

*(i) the establishment of a share placement programme of the Company pursuant to the provisions of Articles 113 and 114 of Law 4548/2018*

*(j) the issue of a bond loan as per Articles 71 and 72 of Law 4548/2018,*

*(k) the Company's merger, split-up, conversion, revival, extension of term or dissolution;*

*(l) any change in the Company's nationality;*

*(m) the appointment of Liquidators,*

*(n) any other matters provided for in the law.*

*21.3 The matters referred to in Article 117 (2) of Law 4548/2018, and as elsewhere stipulated by the law, shall not be subject to the exclusive jurisdiction of the General Meeting.*

## **ARTICLE 26**

### *Allocation of Profits*

*26.1 The company's net profits for each corporate year derive by deducting from the gross profits any costs, expenses, losses, statutory depreciation or any other Company liabilities. The balance, after deducting the above sums, forms the annual net profits of the Company which, subject to Article 159 of Law 4548/2018, are distributed in the following order:*

*(a) The sums of the credit items of the profit and loss account which constitute unrealised profit are deducted.*

*(b) A percentage equal to at least one twentieth (1/20) of the net profits is deducted, for the formation of a statutory reserve, until a percentage equal to one third (1/3) of the share capital is reached. The statutory reserve is exclusively used for equating any debit balance of the profits/losses account prior to any distribution of dividends.*

*(c) A percentage equal to that legally prescribed for the payment of a dividend is withheld, and*

*(d) The balance, as well as any other profits that may arise and be allocated in accordance with the provisions of Article 159 of Law 4548/2018, is allocated in accordance with these Statutes, at the discretion of the General Meeting, and pursuant to the provisions of the Law*

*26.2 The Board of Directors may decide on the distribution of a temporary dividend in accordance with the applicable provisions.*

*26.3 The General Meeting sets the day of payment of the dividend and the interim dividend. They shall be allocated to the shareholders who are registered in the files of the Intangible Securities System managed by the company "Hellenic Central Securities Depository Societe Anonyme" on the date that the Board of Directors will set in accordance with the applicable provisions.*

*26.4 The right to collect the dividend is time-barred according to the law. No interest is paid over the dividend.*

*26.5 The Members of the Board of Directors are entitled to receive remuneration, or other benefits, in accordance with the law and the provisions of these Articles of Association and the Company's Remuneration Policy.*

*26.6 Remuneration or benefits granted to a member of the Board of Directors and not regulated by law or by the Articles of Association shall be borne by the company only if approved by a special resolution of the General Meeting, subject to Articles 110 to 112 of Law 4548/2018.*

*26.7 Subject to the provisions of this paragraph 26.1 and the provisions of Articles 110 to 112 of Law 4548/2018, payment in the form of profit sharing may be paid to members of the Board of Directors. The level of the above remuneration shall be determined by a decision of the General Meeting, decided by simple majority and quorum.*

*26.8 Without prejudice to Articles 110 to 112 of Law 4548/2018, executives and employees may receive remuneration or other benefits from the Company's profits in any kind, provided that the Company's Board of Directors grants approval based on the Remuneration and Nominations Committee's recommendation. The level of the above remuneration shall be determined by a decision of the General Meeting, decided by simple majority and quorum.*

*"The Ordinary General Meeting, following a lawful vote with ..... valid votes, corresponding to ..... percent of the paid-up share capital with voting rights, approved with ..... votes, namely ..... percent of the attending shareholders, the amendment of the Articles 21, Powers of the General Meeting, and 26, Allocation of Profits of the Company's Articles of Association."*

**Item 9: Distribution of part of Other Reserves formed by taxed profits of previous years of the Company to members of the Board of Directors, to management executives and to employees. Granting relevant authorisation.**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

Following the relevant recommendation of the Remuneration and Nominations Committee, the Board of Directors proposes to the current General Meeting the distribution to members of the Board of Directors, executives, and employees of a part of the Company's Other extraordinary Reserves, formed from taxable profits from previous fiscal years, up to €..... million.

The aforementioned distribution is within the scope of the approved Remuneration Policy and aims to reward the efforts of Board of Directors members, executives, and employees, as well as to increase their efficiency, and is directly based on their performance and contribution to the Company's and Group's overall long-term development.

It also recommends to the General Meeting that the Board of Directors be empowered to implement this decision.

Draft resolution on the aforementioned item on the agenda:

*"The Annual General Meeting, following a legal vote with..... valid votes equivalent to a percentage..... of the paid-up share capital with voting rights, approved by votes....., i.e. a percentage of..... of the shareholders in attendance, the distribution of a part of the Company's Other Reserves derived from prior years' taxable profits, up to the total amount of €..... million, to members of the Board of Directors, executives, and staff. Granting relevant authorisation and granting relevant authorisation to the Board of Directors"*

**Item 10: Grant of permission, pursuant to Article 98 of Law 4548/2018, to Company Directors and Managers to participate in the Board of Directors or in the management of subsidiary and affiliated Group companies, as well as in legal entities in which the Company or Group companies hold(s) a direct or indirect participation and which are engaged in objects similar or related to those of the Company.**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

Due to the wide objects of the Company, including the establishment of and direct and indirect participation in other companies, in accordance with the Law and the Articles of Association, the Board of Directors will recommend to the Ordinary General Meeting to give permission to the Company Directors, as well as the Managers of the Company to participate in the Board of Directors or the Management of subsidiary or affiliated Group companies, as well as of economic entities in which the Company or other Group companies participate directly or indirectly and which are engaged in objects similar or related to the Company's objects.

Draft decision on the aforementioned item on the agenda:

*"The Ordinary General Meeting, following a lawful vote with ..... valid votes, corresponding to ..... percent of the paid-up share capital with voting rights, approved with ..... votes, namely ..... percent of the attending shareholders, the participation of the Directors, as well as the Executives of the General Management and the Managers of the Company, in the Board of Directors or the Management of subsidiary or affiliated Group companies as well as of economic entities in which the Company or other Group companies participate directly or indirectly and which are engaged in objects similar or related to the Company's objects."*

**Item 11: Approval of the Treasury Shares Purchase Program, pursuant to Article 49 of Law 4548/2018, for all uses permitted by law, including the distribution of shares to employees and/or members of the management of the Company and of its affiliated companies within the meaning of Article 32 of Law. 4308/2014, under Article 114, of Law 4548/2018 as in force. The Board of Directors shall be given special authorization to implement the Program.**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

The Board of Directors proposes to this General Meeting the approval of the Treasury Shares Purchase Program pursuant to Article 49 of Law 4548/2018, for all uses permitted by law, including the distribution of shares to employees and/or members of the management of the Company and of its affiliated companies within the meaning of Article 32 of Law. 4308/2014, under Article 114, of Law 4548/2018 as in force, for the acquisition, directly or indirectly, of treasury shares by the Company through the Athens Stock Exchange, as follows:

- The nominal value of the Treasury Shares will not exceed ten per cent (10%) of the Company's paid-up share capital at any given time.
- The proposed share repurchase program will be finished within the twenty-four (24) month statutory period, i.e. from 22.06.2023 to 22.06.2025, provided that such acquisitions are made for the benefit of the Company and that the Company's available funds permit such acquisition.



- For all purposes and uses allowed under the legislation in force, including the decrease of share capital and distribution to personnel.
- The maximum purchase price of the Company's treasury shares will be three euros (€3) per share and the minimum purchase price thereof will be thirty minutes of Euro (€0.30) per share.

Granting relevant authorisation to the Board of Directors to define all program details, regulate all formalities and procedures on the matter, and its implementation in general is recommended.

Draft resolution on the aforementioned item on the agenda:

*"The Ordinary General Meeting, following a lawful vote with ..... valid votes, corresponding to ..... percent of the paid-up share capital with voting rights, approved with ..... votes, namely ..... percent of the attending shareholders, the Treasury Shares Special Scheme, in accordance with Article 49 of Law 4548/2018, for all uses permitted by law, including the distribution of shares to employees and/or members of the management of the Company and of its affiliated companies within the meaning of Article 32 of Law. 4308/2014, under Article 114, of Law 4548/2018, as in force, up to the completion of one-tenth (1/10) of the Company's paid-up share capital, for a period of 24 months from the date being approved by the General Meeting, i.e. from 22.06.2023 to 22.06.2025, with a minimum purchase price of thirty euro cents (0.30) and a maximum purchase price of three euros (3.00) per share purchased, and delegated authority to the Company's Board of Directors to carry out the Program."*

**Item 12: Confirmation of the number of Independent Non-Executive Directors on the Board of Directors of the Company.**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

The President of the General Meeting announces that the Company's Board of Directors has been reconstituted as a body on 28 April 2023, following the resignation of Mrs. Eugenia (Jenny) Livadarou, Independent Non-Executive Member of the Board of Directors, its Committees, and the Audit Committee, whose resignation the current General Meeting is informed of and is called upon to confirm the number of Independent Non-Executive Members for the remaining term of the Board of Directors' office.

It should be mentioned in this matter that, in accordance with the terms of Article 82 (2) of Law 4548/2018, or Article 13 (1) of the Company's Articles of Association and the pertinent provisions of Law 4706/20, the remaining members of the Board of Directors may continue management and representation of the Company without replacing the resigned member, allowing the Company to continue operations with a full Board of Directors while at the same time meeting the following:

- the requirements for meeting the criteria of Article 3 of Law 4706/20,
- assuring at least 25% gender representation, and
- Article (5) of Law 4706/20 in relation to the overall number of independent Board of Directors members.

Following the above, the Company's Board of Directors unanimously resolved to continue operations with the existing members and without replacing the resigned member.

Accordingly, the present Board of Directors, in accordance with Article 9 of Law 4706/20, as applicable, consists of ten (10) members, including one (1) executive and nine (9) non-executive members,

including three (3) independent non-executive members (which are not less than one-third of the total number of its members and, in any case, not less than two).

In light of the foregoing, the Board of Directors recommends to the present General Meeting to confirm the following as the Independent Non-Executive Members of the Board of Directors of the Company:

**-Athina CHATZIPETROU**, daughter of Konstantinos, Independent - Non-Executive Member,

**-Ioanna DRETTA**, daughter of Grigorios Independent - Non-Executive Member and

**-Odysseas CHRISTOFOROU**, son of Stamatios, Independent – Non-Executive Member.

It must be noted that the term of office of the current Board of Directors is five years, commencing as from the day of its initial election (27/01/2021) and expiring upon the election of the new Board of Directors to be elected by the Ordinary General Meeting of the Shareholders of the last year of their term of office, not exceeding six (6) years in total.

**Item 13: Confirmation of the number and roles of the Audit Committee's members.**

Required quorum	Required majority
1/5 (20%)	50% + 1, of the votes represented in the General Meeting

Following the resignation of Ms. Eugenia (Jenny) Livadarou, Independent Non-Executive Member of the Board of Directors and Member of the Audit Committee, and in accordance with the Company's Board of Directors' resolution on 28 April 2023 to continue the Audit Committee's operation with three members, without replacing the resigned member, pursuant to Article 44 (1)(f) of Law 4449/2017 and the Audit Committee's Rules of Procedure, the Audit Committee was reconstituted as a body on the same date and decided and specified its composition as follows:

1. Panagiotis Alamanos son of Charilaos, Non-member of the Board of Directors, independent of the company within the meaning of Article 9 (1 & 2), of Law 4706/2020, President of the Audit Committee, who has demonstrated experience and sufficient competence in auditing and accounting in line with the requirements of Article 44 (Par. 1 (g)) of Law 4449/2017, as well as adequate knowledge of the industry in which the Company operates.
2. Athina Chatzipetrou daughter of Konstantinos, current independent non-executive member of the Board of Directors, independent member within the meaning of Article 9 (1 & 2), of Law 4706/2020, Member of the Audit Committee,
3. Ioanna Dretta daughter of Grigorios, current independent non-executive member of the Board of Directors, independent member within the meaning of Article 9 (1 & 2), of Law 4706/2020, Member of the Audit Committee.

In light of the foregoing, the Board of Directors proposes to the General Meeting that the Audit Committee's type, composition, and term of office be confirmed as follows:

- The Audit Committee will continue to be an independent committee (mixed).
- The Audit Committee shall be composed of two (2) independent non-executive members of the Company's Board of Directors and one third independent individual.
- The Audit Committee's term of office shall be equivalent to that of the Company's Board of Directors, i.e. five years, starting as of the day of their election, i.e. 27 January 2021 and ending with the election of the new Board of Directors at the Ordinary General Meeting of Shareholders of the Company when it is held in the year 2026.

In accordance with the foregoing, the Board of Directors proposes the confirmation and retention of the following individuals as members of the Audit Committee for re-election by the General Meeting, namely:

1. **Panagiotis Alamanos** son of Charilaos, Non-member of the Board of Directors, third party, independent of the company within the meaning of Article 9 (1 & 2), of Law 4706/2020.
2. **Athina Chatzipetrou** daughter of Konstantinos, current independent non-executive member of the Board of Directors, independent member within the meaning of Article 9 (1 & 2), of Law 4706/2020,
3. **Ioanna Dretta** daughter of Grigorios, current independent non-executive member of the Board of Directors, independent member within the meaning of Article 9 (1 & 2), of Law 4706/2020.

Criteria for independence met. All Audit Committee candidates meet the criteria of Article 9 of Law 4706/2020.

Knowledge of the field of activity. All of the candidate members of the Audit Committee have sufficient knowledge in the Company's field of activity.

Auditing or accounting knowledge.

Mr. Panagiotis Alamanos has demonstrated extensive experience and sufficient expertise in auditing and accounting in accordance with the criteria of Article 44 (Par. 1 (g)) of Law 4449/2017, as well as adequate knowledge of the industry in which the Company operates. In general, all three Audit Committee candidate members have sufficient knowledge and expertise in auditing or accounting.

Appointment of the Audit Committee's Chairman. The Committee's President will be nominated by its members when the Committee is formed.

#### **Item 14: Various Notifications**

The Management of the Company will refer to the projects, the important developments and other matters concerning its smooth operation.